

GREENBERG IRWIN PELLMAN & SLADE  
COUNSELORS AT LAW

HAROLD GREENBERG  
STEPHEN IRWIN  
STUART M. PELLMAN  
MELVIN S. SLADE  
FREDERICK R. BIEHL

JOHN F. TRIGGS  
ELLIOTT D. HEFLER  
J. ANDREW RAHL  
SIDNEY M. SEGAL  
MICHAEL W. STAMM  
AMY SHEERR KAPLAN

RECORDATION NO. 10313-8  
O-023A045  
JAN 28 1980-1 00 PM  
INTERSTATE COMMERCE COMMISSION  
JAN 28 1980  
Date JAN 30 1980  
ICC Washington, D. C.

RECORDATION NO. 10313-R  
Filed 1425  
540 MADISON AVENUE  
NEW YORK, N. Y. 10022  
TEL: (212) 838-8670  
TWX: 7105815043  
CABLE: "GLEWIN"

January 25, 1980

Office of the Secretary  
Division of Recordations  
Interstate Commerce Commission  
12th Street & Constitution Avenue N.W.  
Washington, D. C.

RECORDATION NO. 10313-Q  
Filed 1425  
JAN 28 1980-1 00 PM  
INTERSTATE COMMERCE COMMISSION

Re: Emons Industries, Inc.  
Equipment Trust Agreement  
Recorded on April 26, 1979  
Recordation No. 10313

Gentlemen:

In accordance with the provisions of Section 11303 of the Revised Interstate Commerce Act, 49 U.S.C. §11303, and Part 1116 of Title 49 of the Code of Federal Regulations, we request that the enclosed documents be recorded and filed by the Interstate Commerce Commission (the "Commission").

Enclosed herewith are four originals of the documents listed below. We request that one original of each document be recorded and filed in the order listed below. We request that the additional originals be stamped by your office and returned to us.

1. Bill of Sale from Emons Railcar Corp. to The Chase Manhattan Bank (National Association), as Trustee under the Equipment Trust Agreement dated as of April 1, 1979, which was recorded by the Commission on April 26, 1979, and assigned Recordation No. 10313 (the "Agreement"). This document should be recorded as document 10313-Q.

2. Bill of Sale from Whittaker Corporation (Berwick Forge & Fabricating Division) to The Chase Manhattan Bank (National Association), as Trustee under the Agreement. This document should be recorded as document 10313-R.

3. Equipment Trust Agreement Supplement No. 4, between Emons Industries, Inc. and The Chase Manhattan Bank (National Association) pursuant to the Agreement. This document should be

*Countersigned - Donna Lilly*

GREENBERG IRWIN PELLMAN & SLADE

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recorded as document 10313-S.

A check in the amount of \$30 has been enclosed with this letter of transmittal to cover the recordation fee.

Please stamp and return the enclosed copy of this letter of transmittal.

If there are any questions with respect to the enclosed, please telephone the undersigned, collect.

Very truly yours,

  
Amy S. Kaplan

ASK:EF  
ENC.

**Interstate Commerce Commission**  
**Washington, D.C. 20423**

1/28/80

**OFFICE OF THE SECRETARY**

**Amy S. Kaplan**  
**Greenberg Irwin Pellman & Slade**  
**540 Madison Avenue**  
**New York, N.Y. 10022**

Dear **Sir:**

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on **1/28/80** at **1:00pm**, and assigned re-recording number(s). **10313-Q, 10313-R, 10313-S**

Sincerely yours,

*Agatha L. Mergenovich*  
Agatha L. Mergenovich  
Secretary

Enclosure(s)

## BILL OF SALE

JAN 28 1980 - 1 00 PM

KNOW ALL MEN BY THESE PRESENTS:

INTERSTATE COMMERCE COMMISSION

THAT the undersigned, EMONS RAILCAR CORP., a New York corporation (the "Company"), is the owner of the full, legal and beneficial title to the following equipment:

three (3) seventy ton, fifty foot boxcars bearing the following markings: MPA 7902 through MPA 7904, inclusive.

THAT for and in consideration of good and valuable consideration in addition to the sum of One Dollar (\$1.00), the Company does this day of January, 1980 grant, convey, transfer, bargain and sell, deliver and set over all of its right, title and interest in and to the above described equipment unto The Chase Manhattan Bank (National Association), as Trustee, owner and lessor, under the Equipment Trust Agreement dated as of April 1, 1979 between said Trustee and Emons Industries, Inc., and to said Trustee's successors and assigns forever.

THAT the Company hereby warrants to the said Trustee, its successors and assigns that there is hereby vested in said Trustee good and marketable title to the said equipment free and clear of all liens, security interests, claims, and encumbrances and rights of others (except the rights of Emons Industries, Inc. under the said Equipment Trust Agreement) and the Company agrees with said Trustee, its successors and assigns, that it will warrant and defend such title forever against all claims and demands whatsoever.

IN WITNESS WHEREOF, the Company has caused this instrument to be executed by its duly authorized officer this 25th day of January, 1980.

EMONS RAILCAR CORP.

By: 